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*Attorneys for the Certain Term Loan Lender
Defendants Identified on Exhibit 1 to Dkt. No. 788*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MOTOR LIQUIDATION COMPANY, *et al.*,

Debtors.

MOTOR LIQUIDATION COMPANY
AVOIDANCE ACTION TRUST, by and through
the Wilmington Trust Company, solely in its
capacity as Trust Administrator and Trustee,

Plaintiff,

vs.

JP MORGAN CHASE BANK, N.A., *et al.*

Defendants.

Chapter 11

Case No. 09-50026 (MG)

(Jointly Administered)

Adversary Proceeding

Case No. 09-00504 (MG)

**JOINDER OF CERTAIN TERM LOAN INVESTOR
DEFENDANTS IN THE RESPONSE OF CERTAIN TERM LOAN LENDERS
TO PLAINTIFF'S MOTION FOR SUMMARY JUDGMENT [Dkt No. 1097]**

On September 14, 2018, the Motors Liquidation Company Avoidance Action Trust,
by and through the Wilmington Trust Company, solely in its capacity as Trust
Administrator and Trustee (the "Plaintiff") filed a *Motion for Partial Summary Judgment*

Dismissing the Non-JPMorgan Term Lenders' Effectiveness Defense and supporting papers with the Court [Dkt. Nos. 1085–1088] (the “Summary Judgment Motion”).

On October 12, 2018, certain Term Loan Lender Defendants, represented by Munger Tolles & Olson LLP (the “MTO Defendants”), submitted a *Response of the Term Loan Lenders to Plaintiff's Motion for Partial Summary Judgment on the Term Loan Lenders' Effectiveness Defense* [Dkt. No. 1097] (the “Response to Plaintiff's Motion”) in response to the Summary Judgment Motion.

The undersigned Term Loan Lender Defendants, by and through their undersigned counsel, Hahn & Hessen LLP (the “H&H Defendants”), hereby join in the Response to Plaintiff's Motion, and adopt the same as if set forth fully herein.¹

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¹ The H&H Defendants are not party to certain cross-claims filed by the MTO Defendants against JPMorgan Chase Bank, N.A., having entered into tolling agreements with respect to such cross-claims. Further, consistent with the protocol adopted by the defendants in this adversary proceeding, MTO has taken the lead on prosecution of the cross claims and certain of the Term Lenders' defenses, which are the subject of the Summary Judgment Motion. Since certain of the factual statements set forth in the Response to Plaintiff's Motion are based on discovery taken in connection with the prosecution of the MTO Defendants' cross-claims and the H&H Defendants were not direct participants in such discovery, the H&H Defendants joinder in the Response to Plaintiff's Motion is qualified to that extent.

WHEREFORE, the H&H Defendants respectfully request that the Court deny the Summary Judgment Motion, and that the Court grant such other relief as the Court may deem just and proper.

HAHN & HESSEN LLP

By: /s/ Mark T. Power

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